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COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

AT RICHMOND, August 16, 2001

APPLICATION OF

UNITEDHEALTH GROUP INCORPORATED

CASE NO. INS010156

For approval of acquisition
of control of Spectera Vision, Inc.

PROTECTIVE ORDER

WHEREAS, on July 27, 2001, UnitedHealth Group Incorporated ("UnitedHealth"), a Minnesota corporation and ultimate parent company of Specialized Care Services, Inc. ("Specialized Care Services"), a Delaware corporation, by counsel, filed with the Commission a Form A application for approval of acquisition of control of Spectera Vision, Inc. ("Spectera Vision"), a Virginia-domiciled health maintenance organization and wholly-owned subsidiary of Spectera, Inc. ("Spectera"), a Maryland corporation;

WHEREAS, pursuant to a Stock Purchase Agreement dated July 17, 2001, among UnitedHealth, Specialized Care Services, and Spectera, Specialized Care Services will purchase all of the issued and outstanding shares of capital stock of Spectera, resulting in Spectera Vision being a wholly-owned subsidiary of Spectera and an indirect subsidiary of Specialized Care

Services;

WHEREAS, by Motion for Protective Order filed with the Commission on August 10, 2001, UnitedHealth, by counsel, requested that information related to the purchase price set forth in the Stock Purchase Agreement, which agreement is designated as Exhibit 1 to the Form A application, be treated as confidential and not be made available for public inspection;

WHEREAS, UnitedHealth also requested that certain personal information, including salary, incentive compensation plan, and stock option and grant plan information, contained in the employment agreements, which are designated as Exhibit 10 to the Form A application, be treated as confidential and not be made available for public inspection; and

THE COMMISSION, having considered the aforesaid motion and for good cause shown, is of the opinion that UnitedHealth's Motion for Protective Order should be granted;

THEREFORE, IT IS ORDERED that that information related to the purchase price set forth in the Stock Purchase Agreement, which agreement is designated as Exhibit 1 to the Form A application, and certain personal information, including salary, incentive compensation plan, and stock option and grant plan information, contained in the employment agreements, which are designated as Exhibit 10 to the Form A application, shall be

afforded confidential treatment by the Clerk of the Commission and shall not be made available for public inspection without further order of the Commission.